

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

IN RE: AFTERMARKET FILTERS ANTITRUST LITIGATION	Master Docket No. 1:08-cv-4883
THIS DOCUMENT RELATES TO:	MDL Docket No. 1957
ALL CASES	Honorable Robert W. Gettleman Magistrate Geraldine Soat Brown

JOINT MOTION FOR A STAY OF ALL CASES

Direct Purchaser Plaintiffs, Indirect Purchaser Plaintiffs, Gas Retailer Plaintiffs, the State of Florida Plaintiff and Qui Tam Relator/Plaintiff William Burch (collectively “Plaintiffs”) and Defendants Champion Laboratories, Inc., Honeywell International Inc., Wix Filtration Corp. LLC, Affinia Group Inc., Cummins Filtration Inc., Donaldson Company, Inc., Baldwin Filters Inc., ArvinMeritor Inc., and Purolator Products NA, LLC and Purolator Products Company, LLC (collectively, “Defendants”) jointly move for a 90-day stay of all cases in the above-captioned matter.

The parties have agreed to a 90-day stay of all proceedings, discovery and deadlines in these consolidated cases in light of a pending criminal investigation that the United States Attorney’s Office for the Eastern District of Pennsylvania is conducting regarding evidence and statements relating to William G. Burch.

The parties understand that the United States Attorney’s Office intends to file a motion to intervene and to stay these consolidated cases. The parties do not oppose the United States Attorney’s Office’s motion to intervene and to stay.

Plaintiffs reserve the right to object to any extension of this stay beyond 90 days.

Plaintiffs further reserve the right, notwithstanding this stay, to attempt to seek access to original audio tapes that Plaintiff/Relator William Burch created, and that are currently in the custody of the Federal Bureau of Investigation and the United States Attorney's Office for the Eastern District of Pennsylvania.

The parties agree that the 90-day stay period will commence upon the Court's entry of the Proposed Order Staying All Cases in this MDL.

WHEREFORE the parties respectfully request that the Court enter the Proposed Order Staying All Cases in this MDL.

Dated: April 7, 2011

Respectfully submitted,

/s/ Margaret M. Zwisler
Margaret M. Zwisler
E. Marcellus Williamson
Marguerite M. Sullivan
Jennifer L. Giordano
LATHAM & WATKINS LLP
555 Eleventh Street, NW
Suite 1000
Washington DC 20004-1304
Telephone: 202-637-1092
Fax: 202-637-2201

Counsel for Champion Labs., Inc.

/s/ John D. Briggs
John D. Briggs
AXINN VELTROP HARKRIDER LLP
1330 Connecticut Avenue, NW
Washington, DC 20036
Telephone: 202-721-5400
Fax: 202-912-4701

*Counsel for Wix Filtration Corp LLC and
Affinia Group Inc.*

/s/ Bernard Persky
Bernard Persky
Gregory Asciolla
Benjamin D. Bianco
LABATON SUCHAROW LLP
140 Broadway
New York, NY 10005
Telephone: (212) 907-0700
Facsimile: (212) 818-0477

Co-Lead Counsel for Direct Purchaser Plaintiffs

/s/ Michael J. Freed
Michael J. Freed
Steven A. Kanner
William H. London
Douglas A. Millen
Michael E. Moskovitz
FREED KANNER LONDON & MILLEN LLC
2201 Waukegan Rd.
Suite 130
Bannockburn, IL 60015
Telephone: 224-632-4500
Fax: 224-632-4521

Co-Lead Counsel for Direct Purchaser Plaintiffs

/s/ Richard G. Parker

Richard G. Parker
O'MELVENY & MYERS LLP
1625 Eye Street, NW
Washington, DC 20006-4001
Telephone: 202-383-5300

/s/ Mark A Racanelli

Mark A. Racanelli
O'MELVENY & MYERS LLP
7 Times Square
New York, NY 10036
Telephone: 212-326-2000

Counsel for Honeywell International Inc.

/s/ Michael A. Paskin

Michael A. Paskin
CRAVATH, SWAINE & MOORE LLP
Worldwide Plaza
825 Eighth Avenue
New York, NY 10019-7475
Telephone: 212-474-1000
Fax: 212-474-3700

Counsel for Cummins Filtration Inc.

/s/ James T. McKeown

James T. McKeown
FOLEY & LARDNER LLP
777 East Wisconsin Avenue
Milwaukee, Wisconsin 53202
Telephone: 414-297-5530
Fax: 414-297-4900

Counsel for Donaldson Company, Inc.

/s/ Roberta D. Liebenberg

Roberta D. Liebenberg
Donald L. Perelman
Adam Pessin
FINE KAPLAN & BLACK, R.P.C.
1835 Market Street
28th Floor
Philadelphia, PA 19103
Telephone: 215-567-6565
Fax: 215-568-5872

Co-Lead Counsel for Direct Purchaser Plaintiffs

/s/ Marc M. Seltzer

Marc M. Seltzer
Vineet Bhatia
Stuart V. Kusin
SUSMAN GODFREY LLP
Suite 950
1901 Avenue of the Stars
Los Angeles, CA 90067-6029
Telephone: (310) 789-3100
Fax: (310) 789-3150

Co-Lead Counsel for Direct Purchaser Plaintiffs

/s/ Renae D. Steiner

Renae D. Steiner
Vincent J. Esades
Katherine Kelly
Heins Mills & Olson, P.L.C.
310 Clifton Avenue
Minneapolis, MN 55403
(612) 338-4605
(612) 338-4692 (facsimile)

Co-Lead Counsel for Indirect Purchaser Plaintiffs

/s/ Darrell Prescott

Darrell Prescott
BAKER & MCKENZIE LLP
1114 Avenue of the Americas
New York, New York 10036
Telephone: 212-626-4100
Fax: 212-310-1600

Counsel for Baldwin Filters Inc.

/s/ Peter J. Kadzik

Peter J. Kadzik
DICKSTEIN SHAPIRO LLP
1825 Eye Street, NW
Washington, DC 20006
Tel: 202-420-2200
Fax: 202-420-2201

*Counsel for ArvinMeritor Inc., Purolator
Products NA, LLC, and Purolator Products
Company, LLC*

/s/ Richard M. Hagstrom

Richard M. Hagstrom
James S. Reece
Michael E. Jacobs
Aaron M. McParlan
Zelle, Hofmann, Voelbel, Mason & Gette, LLP
500 Washington Avenue South, Suite 4000
Minneapolis, MN 55415
(612) 339-2020
(612) 336-9100 (facsimile)

*Co-Lead Counsel for Indirect Purchaser
Plaintiffs*

/s/ Mario N. Alioto

Mario N. Alioto
Lauren C. Russell
Trump, Alioto, Trump & Prescott, LLP
2280 Union Street
San Francisco, CA 94123
Telephone : (415) 563-7200

*Co-Lead Counsel for Indirect Purchaser
Plaintiffs*

/s/ Christopher Lovell

Christopher Lovell
Gary Jacobson
Peggy Wedgworth
LOVELL STEWART HALEBIAN LLP
500 Fifth Avenue, Floor 58
New York, NY 10110
(212) 608-1900
clovell@lshllp.com

*Co-Lead Counsel for Indirect Purchaser
Plaintiffs*

/s/ Christopher R. Hunt

CHRISTOPHER R. HUNT
Assistant Attorney General
PATRICIA A. CONNERS
Associate Deputy Attorney General
R. SCOTT PALMER
Special Counsel for Antitrust
LIZABETH A. LEEDS

Chief, Multistate Antitrust Enforcement
Office of the Attorney General, Antitrust Division
PL-01, The Capitol Tallahassee, FL 32399-1050
Telephone: (850) 414-3300
Facsimile: (850) 488-9134

*Counsel for the State of Florida, Office of the
Attorney General*

/s/ Martin R. Fox

Martin R. Fox
BLEAU FOX, A P.L.C.
3575 Cahuenga Blvd., Suite 580
Los Angeles, CA 90068
Tel: 323-874-8613
Fax: 323-874-1234

Joseph M. Alioto
ALIOTO LAW FIRM
555 California Street, Suite 3160
San Francisco, CA 94104
Tel: 415-434-8900
Fax: 415-434-9200

Gary D. McCallister
GARY D. MCCALLISTER & ASSOCIATES,
LLC
120 North LaSalle Street, Suite 2800
Chicago, Illinois 60602
Telephone: (312) 345-0611
Fax: (312) 345-0612

Counsel for Gasoline Retailers

/s/ G. Steven Stidham

G. Steven Stidham
Sneed Lang Herrold, P.C.
1700 Williams Center Tower 1
One West Third Street
Tulsa, OK 74103-3552
Telephone: (918) 588-1313

Counsel for William G. Burch

CERTIFICATE OF SERVICE

I, Marguerite M. Sullivan, hereby certify that on April 7, 2011, I caused the foregoing Joint Motion for a Stay of All Cases to be filed with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to all parties indicated on the electronic filing receipt.

/s/ Marguerite M. Sullivan
Marguerite M. Sullivan